

**UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK**

GUEVOURA FUND LTD., On Behalf of
Itself and All Others Similarly Situated,

Plaintiff,

v.

ROBERT F.X. SILLERMAN, D. GEOFFREY
ARMSTRONG, JOHN MILLER and
MICHAEL JOHN MEYER,

Defendants.

Case No. 1:15-cv-07192-CM

Case No. 1:18-cv-09784-CM

**NOTICE OF MOTION AND LEAD PLAINTIFF'S MOTION FOR FINAL APPROVAL
OF CLASS NOTICE, FINAL APPROVAL OF THE PROPOSED SETTLEMENT, FINAL
APPROVAL OF THE PROPOSED PLAN OF ALLOCATION, AND LEAD COUNSEL'S
MOTION FOR AN AWARD OF ATTORNEYS' FEES AND REIMBURSEMENT OF
LITIGATION EXPENSES AND FEES AND EXPENSES OF THE LEAD PLAINTIFF**

PLEASE TAKE NOTICE that Court-appointed Lead Plaintiff Guevoura Fund Ltd. ("Lead Plaintiff") and Lead Counsel, Brower Piven, A Professional Corporation ("Lead Counsel") respectfully will move this Court for entry of the Final Judgment and Order of Dismissal during the Settlement Hearing scheduled for December 13, 2019:

1. Finding that the forms and methods for providing notice to the Class (the "Notice"), issued pursuant to this July 30, 2019 Order Granting Preliminary Approval of Proposed Settlement and Providing for Notice to the Class ("Preliminary Approval Order"; Dkt. No. 191), met the requirements of FED. R. CIV. P. 23(c) and (e), the Private Securities Litigation Reform Act of 1995, 15 U.S.C. § 78u-4 *et seq.*, and due process;

2. granting final approval, pursuant to FED. R. CIV. P. 23(e), of the Settlement on the terms set forth in the Stipulation and Agreement of Settlement, dated April 30, 2019

(“Stipulation”),¹ attached as Exhibit 1 to Notice of Motion For: (1) Preliminary Approval Of Settlement; (2) Approval Of Notice To The Class; And (3) Scheduling Of A Final Approval Hearing. Dkt. No. 186;

3. granting approval of the plan of allocation of the proceeds of the Settlement;

4. awarding Lead Counsel, pursuant to FED. R. CIV. P. 23(h) and FED. R. CIV. P. 54(d)(2), attorneys’ fees equal to 33 1/3% of the Director Defendants’ Contribution, or \$2,250,000.00, and 33 1/3% of the Sillerman Contribution, or portion(s) of the Sillerman Contribution paid, if or when paid into the Settlement Fund, for their efforts in prosecuting the Action and obtaining the Settlement;

5. awarding Lead Counsel reimbursement of litigation and administration expenses in the amount of \$248,214.01.

6. awarding Lead Plaintiff \$10,000 as reimbursement for the time of its directors and employees devoted to representation of the Class; and

7. granting such other and further relief as the Court may deem just and proper.

As grounds and in support of the above requested relief, Lead Plaintiff respectfully refers the Court to the accompanying: (1) Lead Plaintiff’s Memorandum of Law in Support of Motion for Final Approval Class Notice; Final Approval of the Proposed Settlement; and Final Approval of the Proposed Plan of Allocation; (2) Lead Plaintiff’s Memorandum in Support of Lead Counsel’s Motion for an Award of Attorneys’ Fees and Reimbursement of Litigation Expenses; (3) the Declaration of David A.P. Brower In Support of Lead Plaintiff’s Motion for Final Approval of Class Notice, Final Approval of the Proposed Settlement, Final Approval of the Proposed Plan of Allocation, and Lead Counsel’s Motion for an Award of Attorneys’ Fees and

¹ Capitalized terms not otherwise defined have the meaning set forth in the Stipulation

Reimbursement of Litigation Expenses and Fees and Expenses of the Lead Plaintiff (“Brower Declaration”); (4) the Appendix of Exhibits to the Brower Declaration, and (5) other such matters and arguments as the Court may consider with respect to this Motion.

The [Proposed] Final Judgment and Order of Dismissal (“Proposed Final Judgment”) was submitted to the Court on July 18, 2019 as Exhibit C to the Stipulation. *See* Dkt. No. 186-1. Certain information necessary to finalize the Proposed Final Judgment, such as the number of requests for exclusion from the Class, if any, and disposition of any objections received, if any, is not yet available, and will only be available following the November 12, 2019 deadline for requests for exclusion or objections. Accordingly, Lead Plaintiff will provide the Proposed Final Judgment in final form with their supplemental papers that will be filed, pursuant to the Court’s Preliminary Approval Order, fourteen (14) business days prior to the Settlement Hearing.

Dated: October 11, 2019

BROWER PIVEN
A Professional Corporation

/s/ David A.P. Brower

David A.P. Brower
136 Madison Avenue, 5th Floor
New York, NY 10016
T: (212) 501-9000
F: (212) 501-0300
Email: brower@browerpiven.com

Counsel for Lead Plaintiff and the Class

CERTIFICATE OF SERVICE

I hereby certify that on October 11, 2019, I served true and correct copies of Notice of Motion and Lead Plaintiff's Motion for Final Approval of Class Notice, Final Approval of the Proposed Settlement, Final Approval of the Proposed Plan of Allocation, and Lead Counsel's Motion for an Award of Attorneys' Fees and Reimbursement of Litigation Expenses and Fees and Expenses of Lead Plaintiff on counsel by causing copies to be sent by the ECF system.

/s/ David A.P. Brower
David A.P. Brower